



**SOUTHWEST POWER POOL, INC.
CORPORATE GOVERNANCE COMMITTEE MEETING
Conference Call
October 14, 2019**

AGENDA

8:00 – 10:30 am

1. Call to Order and Administrative Items.....Nick Brown
2. Review of Action Items.....Paul Suskie
3. Members Committee Nomination.....Nick Brown
 - a. Cooperative Sector (1 open position) Term Expires on December 31, 2020
 - Joel Bladow (Tri-State Generation and Transmission Association, Inc.)
 - Matt Caves (Western Farmers Electric Cooperative)
 - Suzanne Lane (Kansas Electric Power Cooperative)
4. Future Meetings
 - a. November 14, 2019 (Kansas City, MO)
 - b. February 20, 2020 (TBD)
 - c. August 20, 2020 (TBD)
 - d. November 12, 2020 (TBD)

An executive session will be held at the end of the open meeting.

Antitrust: SPP strictly prohibits use of participation in SPP activities as a forum for engaging in practices or communications that violate the antitrust laws. Please avoid discussion of topics or behavior that would result in anti-competitive behavior, including but not limited to, agreements between or among competitors regarding prices, bid and offer practices, availability of service, product design, terms of sale, division of markets, allocation of customers or any other activity that might unreasonably restrain competition.

Southwest Power Pool, Inc.
CORPORATE GOVERNANCE COMMITTEE
Pending Action Items Status Report

October 14, 2019

No.	Action Item	Date Originated	Status	Comments
1.	Research the regulatory issues related to companies that would like to participate but cannot afford. Look at the companies that are current members but do not participate. Regulatory can research an amnesty period or provision.	2/22/18	Complete	Related to w/drawl obligations
2.	Review affiliate relationships in Members serving on committees. Review to include legal relationships, two or more votes by the same company memberships	7/2-3/18	Complete	Tabled for discussion with membership voting and stakeholder participation 11/20/18.
3.	Review a breakdown on membership. The breakdown is to include: Transmission Owner, (500+ miles), Transmission Owner (-500 miles), and Transmission User. The breakdown is also to look at the types of Members (IOU, Coop, IPP, etc.).	7/2-3/18	Complete	Provided in 8/16/18 background materials. Tabled for discussion 11/20/18.
4.	SPP Staff is to establish goals and a timeline to standardize the charter/scope documents for organizational groups.	11/20/18	Complete	A grid will be completed for the working groups by the Organizational meeting of the working group chairs, vice chairs, and staff secretaries
5.	Consider including the policy statement of the proposed changes to Section 3.10 of the bylaws.	11/20/18	Complete	The board approved this revision during the 1/29/19 board meeting
6.	It was requested to allow stakeholders that regularly attend working group meetings to participate in the annual survey of that working group.	12/20/19 Updated – 8/22/19	Complete	Logistics need to be discussed with Communications to see if this can be accomplished. The names and emails of participants that attended 75% of the org group meetings were collected and the information was provided to communications to include in the survey process.
7.	SPP Staff to draft language clarifying the process available to legitimate public interest groups that join SPP who desire to seek a waiver of the annual membership fee.	8/22/19	In Process	
8.	SPP Staff to draft changes to the annual \$20,000 membership fee straw proposal to make the new membership fee effective beginning January 2022, so that the proposed modifications to Schedule 1A will	8/22/19	In Process	

	be in effect for one year prior to the modified annual membership fee.			
9.	SPP Staff to provide the original redline of the bylaws and add the changes discussed during the CGC meeting to the redlined version so that changes discussed in the meeting are noted separately.	8/22/19	In Process	
10	The SPP Membership will be included in the Board and Members survey. The responses from the members will be kept separate from the Members Committee responses.	8/22/19	Completed	Surveys were sent out in early October.
11	Removal of modifications to section b under the scope of activities will be discussed at the November CGC meeting.	8/22/19	In Process	
12	CGC will consider sector representation of the Strategic Planning Committee (SPC).	8/22/19	In Process	

Members Committee Nomination Form

Nominee Name & Title:	Joel Bladow
Company:	Tri-State Generation and Transmission Association
Type of Experience & Responsibilities with Company:	<p>Joel Bladow has over 37 years of experience in the electric utility industry in a variety of technical, managerial, and executive positions.</p> <p>Since 2006, Joel has held the position as the Senior Vice President, Transmission for Tri-State. In that capacity, he is responsible for all Transmission related functional areas associated with planning, engineering, operating and maintaining Tri-State's 5,700 miles of transmission lines and over 415 substations and switchyards. In addition, he is responsible for all policy, regulatory and rate related issues associated with the transmission system.</p> <p>Tri-State's transmission system covers over 200,000 square miles in parts of four states (Wyoming, Nebraska, Colorado, and New Mexico) where Tri-State's 43 member owners serve over 1.2 million consumers.</p>
Nominee's Phone Number & Email Address:	Office – 303-254-3655, Cell: 303-325-4464 Email: Jbladow@tristategt.org
Nominated by:	Duane Highley
Position Nominated:	Members Committee
Affiliates:	None

Members Committee Nomination Form

Nominee Name & Title:	Matt Caves, Senior Manager, Legal & Regulatory Compliance
Sector:	Cooperative Utility
Company (TO/TU):	Western Farmers Electric Cooperative Transmission Owner (TO)
Type of Experience & Responsibilities with Company:	<p>Matt currently serves as the Corporate Compliance Officer and Senior Manager, Legal and Regulatory Compliance for Western Farmers Electric Cooperative (WFEC), a generation and transmission (G&T) cooperative that provides essential electric service to 21 member cooperatives, Altus Air Force Base and other power users. These members are located primarily in Oklahoma and New Mexico, with some service territories extending into portions of Texas and Kansas. With offices in Anadarko and Moore, Oklahoma, WFEC owns and maintains over 3,750 miles of transmission line to over 330 substations and switch stations. WFEC maintains a well-balanced and diversified portfolio of generation resources that includes owned facilities and capacity and energy provided through power purchase agreements.</p> <p>His current responsibilities include serving as senior manager over NERC compliance, state and federal regulatory matters, including FERC matters, environmental, health and safety. Matt is WFEC's Markets and Operations and Policy Committee (MOPC) representative and he serves on the Reliability Compliance Working Group (RCWG).</p> <p>Matt began his career with WFEC in 2014 after nearly 15 years as a State regulatory attorney and working in private practice specializing in corporate environmental issues.</p> <p>He holds a Bachelor of Science degree in Wildlife and Fisheries Ecology, from Oklahoma State University and a Juris Doctorate degree from the University of Oklahoma, College of Law, where he spent a semester studying European Economic Law at the University of Oxford, Queen's College.</p>
Nominee's Phone Number & Email Address:	(405) 759-2784; matt.caves@wfec.com
Nominated by;	Gary R. Roulet Chief Executive Officer Western Farmers Electric Cooperative
Affiliate(s):	N/A

Members Committee Nomination Form

Nominee Name & Title:	Suzanne Lane Executive Vice President & CEO
Sector:	Cooperative Utility
Company (TO/TU):	Kansas Electric Power Cooperative (KEPCo) -- TDU
Type of Experience & Responsibilities with Company:	<ul style="list-style-type: none"> • 2 years with KEPCo (2017-present) • 19 years with Westar Energy (1998-2017) • Formal education: BBA (Finance), MBA • Majority of career has been in Transmission Operations; also have experience in Generation & Power Marketing and the C&I and wholesale customer account management functions • Responsible for leading all aspects of our not-for-profit, G&T cooperative, to assure we provide reliable, reasonably-priced power supply and transmission service for our 19 not-for-profit, member-owner distribution cooperatives, who ultimately provide power to over 300,000 rural Kansans. • Another key responsibility involves serving on the Wolf Creek Nuclear Operating Corporation Board of Directors and Executive Committee. • Representing KEPCo and other TDUs on the Members Committee would be an honor, and would continue to assure a balanced stakeholder representation.
Nominee's Phone Number & Email Address:	(785) 271-4821 slane@kepco.org
Nominated by:	Les Evans
Affiliate(s):	None